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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

**IN RE GOOGLE PLAY CONSUMER
ANTITRUST LITIGATION**

THIS DOCUMENT RELATES TO:

*In re Google Play Consumer Antitrust
Litigation*, Case No. 3:20-cv-05761-JD

Case No. 3:21-md-02981-JD

**DEFENDANTS' ANSWERS AND
DEFENSES TO CONSUMER
PLAINTIFFS' FIRST AMENDED
COMPLAINT**

DEMAND FOR JURY TRIAL

INTRODUCTION

Defendants Google LLC, Google Ireland Limited, Google Commerce Ltd., Google Asia Pacific Pte Ltd., and Google Payment Corp. (collectively “Google”) answer Consumer Plaintiffs’ Consolidated First Amended Class Action Complaint, through its undersigned counsel, as set forth below.

Android, Google’s open-source mobile operating system (“OS”), is a critical source of competition against other operating systems, such as Apple’s iOS. This competition has brought tremendous benefits to developers and users. By providing Android to smartphone manufacturers for free, Google has expanded access to smartphones and the marketplace for mobile apps, creating enormous incentives for developers to invest in apps that make virtually every sector of the American economy more efficient, affordable and accessible for users. These benefits have typically come at little or no cost to manufacturers, developers, or users.

Google also offers an app store, Google Play, which works on Android. But Google does not require Android users or developers to use Google Play in order to download, install, or distribute apps on Android. Rather, Google gives app developers and smartphone consumers more openness and choice than any other major competitor. Most Android phones in and outside the United States come preloaded with more than one app store, and consumers can download apps directly from a developer's website if they choose via sideloading. Developers can also directly reach users through web apps—a distribution channel that Android and Google's Chrome web browser embrace. Consumers and developers don't *have* to use Google Play; they *choose* to use it when given a choice among Android app stores and distribution channels. Google supports that choice through Android itself, Google Play's policies, and Google's agreements with developers and device manufacturers.

RESPONSE TO NUMBERED PARAGRAPHS

The section headings in the Complaint do not require a response. To the extent that the section headings contain allegations requiring a response, Google denies all such allegations.

1. Defendants Google LLC, Google Ireland Limited, Google Commerce Ltd., Google Asia Pacific Pte. Ltd., and Google Payment Corp. (collectively “Google”) deny the allegations in

1 Paragraph 1, except admit that consumers and businesses rely on mobile devices, mobile devices
2 require an operating system, and one or more defendants license Android OS to original
3 equipment manufacturers (“OEMs”).

4 2. Google admits that apps allow users to add features to their devices designed to
5 serve their needs and interests and that access to a variety of apps is valuable to consumers, but is
6 without knowledge or information sufficient to form a belief as to the truth of the remaining
7 allegations in Paragraph 2.

8 3. Google denies the allegations in Paragraph 3.

9 4. Google denies the allegations in Paragraph 4, except admits that the Google Play
10 Store is an online platform where app developers can make their apps available for download by
11 Android users. Google further admits that the Google Play Store was previously known as the
12 Android Marketplace.

13 5. Google denies the allegations in Paragraph 5.

14 6. Google denies the allegations in Paragraph 6.

15 7. Google denies the allegations in Paragraph 7, except admits that one or more
16 defendants license Android to OEMs and provides OEMs with the option of preloading a suite of
17 apps known as Google Mobile Services (“GMS”). Google further admits that GMS includes
18 proprietary apps such as Google’s search app, Chrome, YouTube, Google Maps, and Google
19 Play.

20 8. Google denies the allegations in Paragraph 8, except admits that each of the
21 defendants, except Google Payment Corp., is a party to a Google Play Developer Distribution
22 Agreement (“DDA”), to which document Google refers the Court for a complete and accurate
23 statement of its contents.

24 9. Google denies the allegations in Paragraph 9.

25 10. Google denies the allegations in Paragraph 10, except admits that in certain
26 instances sideloaded apps do not automatically update in the background on the Android
27 operating system.

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1 11. Google denies the allegations in Paragraph 11.

2 12. Google denies the allegations in Paragraph 12.

3 13. Google denies the allegations in Paragraph 13, except admits that once an app is
4 downloaded to a user's device, the developer may offer in-app content or digital products for
5 purchase, including but not limited to accessories, upgrades, advertisement-free app usage, and
6 subscriptions.

7 14. Google denies the allegations in Paragraph 14, and respectfully refers to the Court
8 to the cited document for a complete and accurate statement of its contents.

9 15. Google denies the allegations in Paragraph 15.

10 16. Google denies the allegations in Paragraph 16, and respectfully refers to the Court
11 to the cited document for a complete and accurate statement of its contents.

12 17. Google denies the allegations in Paragraph 17, and respectfully refers the Court to
13 the cited documents for a complete and accurate statement of their contents, except admits that
14 one or more defendants receive a payment for in-app purchases with respect to apps distributed
15 through Google Play, and charge up to 30% as a service fee. Google avers that beginning on
16 January 1, 2018, the service fee on subscriptions with respect to apps distributed through Google
17 Play was reduced from 30% to 15% in the second year. Google further avers that beginning on
18 July 1, 2021, the service fee was reduced to 15% for the first \$1 million of revenue on digital
19 goods or services every developer earns each year.

20 18. Google denies the allegations in Paragraph 18.

21 19. Google denies the allegations in Paragraph 19.

22 20. Google denies the allegations in Paragraph 20.

23 21. Google denies the allegations in Paragraph 21.

24 22. Google denies the allegations in Paragraph 22.

25 23. Google admits that Ms. Carr purports to maintain certain claims on behalf of a
26 purported class for alleged violations of the federal antitrust laws, California's Cartwright Act
27 (Cal. Bus. & Prof. Code §§ 16700 et seq.) (the "Cartwright Act") and California's Unfair
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1 Competition Law (Cal. Bus. & Prof. Code §§ 17200, et seq.) (the “UCL”). Google further states
 2 that it is without knowledge or information sufficient to form a belief as to the truth of the
 3 remaining allegations in Paragraph 23.

4 24. Google admits that Mr. Egerter purports to maintain certain claims on behalf of a
 5 purported class for alleged violations of the federal antitrust laws, California’s Cartwright Act and
 6 California’s UCL. Google further states that it is without knowledge or information sufficient to
 7 form a belief as to the truth of the remaining allegations in Paragraph 24.

8 25. Google admits that Mr. Palmer purports to maintain certain claims on behalf of a
 9 purported class for alleged violations of the federal antitrust laws, California’s Cartwright Act and
 10 California’s UCL. Google further states that it is without knowledge or information sufficient to
 11 form a belief as to the truth of the remaining allegations in Paragraph 25.

12 26. Google admits that Ms. Moglia purports to maintain certain claims on behalf of a
 13 purported class for alleged violations of the federal antitrust laws, California’s Cartwright Act and
 14 California’s UCL. Google further states that it is without knowledge or information sufficient to
 15 form a belief as to the truth of the remaining allegations in Paragraph 26.

16 27. Google admits that Mr. Atkinson purports to maintain certain claims on behalf of a
 17 purported class for alleged violations of the federal antitrust laws, California’s Cartwright Act and
 18 California’s UCL. Google further states that it is without knowledge or information sufficient to
 19 form a belief as to the truth of the remaining allegations in Paragraph 27.

20 28. Google denies the allegations in Paragraph 28, except to the extent that Paragraph
 21 28 states legal conclusions to which no response is required. Google avers that consumers may
 22 purchase applications from the Google Play Store and may pay for certain in-app content through
 23 Google Play Billing. Google further refers the Court to Defendants’ Motion to Dismiss
 24 Developers’ Claim For Damages (ECF No. 91-1) for a complete and accurate statement of its
 25 contents.

26 29. Google denies the allegations in Paragraph 29, except to the extent that Paragraph
 27 29 states legal conclusions to which no response is required.

1 30. Google denies the allegations in Paragraph 30, except admits that Google LLC is a
2 limited liability company organized and existing under the laws of the State of Delaware with its
3 principal place of business in Mountain View, California, and that Google LLC is a party to the
4 DDA. Google further admits that Google LLC is a subsidiary of XXVI Holdings Inc., which is a
5 Delaware corporation and a subsidiary of Alphabet Inc. Google further admits that Alphabet Inc.
6 is a publicly traded company that is incorporated and existing under the laws of the State of
7 Delaware and that maintains its principal executive offices in Mountain View, California.

8 31. Google denies the allegations in Paragraph 31, except admits that Google Ireland
9 Limited is organized under the laws of Ireland with its principal place of business in Dublin,
10 Ireland, is a subsidiary of Google LLC, and is a party to the DDA.

11 32. Google denies the allegations in Paragraph 32, except admits that Google
12 Commerce Ltd. is organized under the laws of Ireland with its principal place of business in
13 Dublin, Ireland and is a party to the DDA.

14 33. Google denies the allegations in Paragraph 33, except admits that Google Asia
15 Pacific Pte. Ltd. is organized under the laws of Singapore with its principal place of business in
16 Mapletree Business City, Singapore and is a party to the DDA.

17 34. Google denies the allegations in Paragraph 34, except admits that Google Payment
18 Corp. is a Delaware corporation with its principal place of business in Mountain View, California
19 and is a subsidiary of Google LLC.

20 35. The allegations in Paragraph 35 are legal conclusions not subject to admission or
21 denial. To the extent a response is required, Google does not dispute subject matter jurisdiction.

22 36. The allegations in Paragraph 36 are legal conclusions not subject to admission or
23 denial. To the extent a response is required, Google does not dispute—for purposes of this action
24 only—the personal jurisdiction of this Court, but Google otherwise denies the allegations in
25 Paragraph 36.

26 37. The allegations in Paragraph 37 are legal conclusions not subject to admission or
27 denial. To the extent a response is required, Google does not dispute—for purposes of this action

1 only—the venue of this action, but Google otherwise denies the allegations in Paragraph 37.

2 38. The allegations in Paragraph 38 are legal conclusions not subject to admission or
3 denial. To the extent a response is required, Google does not dispute—for purposes of this action
4 only—the venue of this action or the personal jurisdiction of this Court, but Google otherwise
5 denies the allegations in Paragraph 38.

6 39. Google denies the allegations in Paragraph 39.

7 40. Google denies the allegations in Paragraph 40, except admits that many currently
8 available mobile devices utilize operating systems that include touch commands, a graphical user
9 interface, cellular and Wi-Fi connectivity, GPS positioning, and/or mobile apps.

10 41. Google denies the allegations in Paragraph 41, except admits that many currently
11 available mobile devices require an operating system.

12 42. Google denies the allegations in Paragraph 42, except admits that an OS may serve
13 basic functions for mobile device users, may provide a software development platform for app
14 developers, and contains code, including APIs; and that developers may write apps that run on an
15 OS and/or are compatible with other apps or platforms.

16 43. Google denies the allegations in Paragraph 43.

17 44. Google denies the allegations in paragraph 44, except admits that most mobile
18 device manufacturers do not develop their own OSs.

19 45. Google denies the allegations in Paragraph 45 to the extent they imply the
20 existence of a Licensable Mobile Operating System Market. Google admits that Google Android
21 OS, “Tizen mobile OS,” and Windows Phone OS are mobile operating systems, and that “Apple’s
22 iOS is a broadly-used mobile OS in the United States.” Google is without knowledge or
23 information sufficient to form a belief as to the truth of the remaining allegations in Paragraph 45.

24 46. Google denies the allegations in Paragraph 46.

25 47. Google denies the allegations in Paragraph 47.

26 48. Google denies the allegations in Paragraph 48.

27 49. Google denies the allegations in Paragraph 49, except admits that the “direct

1 downloading of apps” is “sometimes called ‘sideloading’” and avers that multiple app stores and
 2 access points to apps exist, as users can and do multi-home in accessing apps.

3 50. Google denies the allegations in Paragraph 50.

4 51. Google denies the allegations in Paragraph 51, except admits that “[a]pp stores
 5 allow consumers to use their mobile device to browse, search for, access reviews on, purchase (if
 6 necessary), download, and install mobile apps.”

7 52. Google denies the allegations in Paragraph 52.

8 53. Google denies the allegations in Paragraph 53.

9 54. Google denies the allegations in Paragraph 54.

10 55. Google denies the allegations in Paragraph 55.

11 56. Google admits that developers may offer products within an app, but is without
 12 knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph
 13 56.

14 57. Google denies the allegations in Paragraph 57.

15 58. Google denies the allegations in Paragraph 58.

16 59. Google denies the allegations in Paragraph 59.

17 60. Google denies the allegations in Paragraph 60, and respectfully refers the Court to
 18 the cited documents for a complete and accurate statement of their contents. Google is without
 19 knowledge or information sufficient to form a belief as to the truth of the allegations relating to
 20 what developers could allegedly do with other payment systems.

21 61. Google denies the allegations in Paragraph 61, and is without knowledge or
 22 information sufficient to form a belief as to the truth of the allegations in Paragraph 61
 23 concerning developers’ alleged need for “the ability to offer efficient and seamless purchases
 24 within their applications.”

25 62. Google denies the allegations in Paragraph 62.

26 63. Google denies the allegations in Paragraph 63.

27 64. Google denies the allegations in Paragraph 64, except admits that Google LLC

1 acquired Android in 2005, that Android is an open source operating system “available for anyone
2 to view, download, modify, enhance and redistribute,” and that Android enables developers to
3 have “an open and unobstructed environment to make their content available.” Google
4 respectfully refers the Court to the cited documents for a complete and accurate statement of their
5 contents.

6 65. Google denies the allegations in Paragraph 65.

7 66. Google denies the allegations in Paragraph 66.

8 67. Google denies the allegations in Paragraph 67.

9 68. Google denies the allegations in Paragraph 68.

10 69. Google denies the allegations in Paragraph 69, except admits that OEMs may
11 select an OS for devices they manufacture and ensuring compatibility between mobile devices
12 and OS may require some time and investment.

13 70. Google denies the allegations in Paragraph 70, and respectfully refers the Court to
14 the cited documents for a complete and accurate statement of their contents.

15 71. Google denies the allegations in Paragraph 71.

16 72. Google denies the allegations in Paragraph 72, and is without knowledge or
17 information sufficient to form a belief as to the truth of the allegations in Paragraph 72 regarding
18 what OEMs have acknowledged concerning OSs.

19 73. Google denies the allegations in Paragraph 73, and respectfully refers the Court to
20 the cited documents for a complete and accurate statement of their contents.

21 74. Google denies the allegations in Paragraph 74.

22 75. Google denies the allegations in Paragraph 75.

23 76. Google denies the allegations in Paragraph 76.

24 77. Google denies the allegations in Paragraph 77.

25 78. Google denies the allegations in Paragraph 78, except admits that Google Play
26 offers over 3 million apps, and that the large number of apps available through Google Play
27 attracts users, as well as developers who choose to offer apps on Google Play because of the

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1 benefit of free distribution and discoverability that Google Play provides.

2 79. Google denies the allegations in Paragraph 79, except admits that the large number
3 of apps available through Google Play attracts users, as well as developers, who choose to offer
4 apps on Google Play because of the benefit of free distribution and discoverability that Google
5 Play provides.

6 80. Google denies the allegations in Paragraph 80.

7 81. Google denies the allegations in Paragraph 81, and is without knowledge or
8 information sufficient to form a belief as to the truth of the allegations in Paragraph 81 about
9 Microsoft's and Epic's terms and offerings and refers the Court to the referenced announcement
10 for a full and complete statement of its contents.

11 82. Google denies the allegations in Paragraph 82, except admits that Alphabet Inc.'s
12 total revenue for 2020 was \$182 billion.

13 83. Google denies the allegations in Paragraph 83, except admits that many devices
14 carry more than one store, including the Samsung Galaxy Store, in addition to Google Play.

15 84. Google denies the allegations in Paragraph 84, except admits that one or more
16 defendants have agreements called Mobile Application and Distribution Agreements ("MADAs")
17 with some OEM partners, and respectfully refers the Court to the cited documents for a complete
18 and accurate statement of their contents.

19 85. Google denies the allegations in Paragraph 85, except admits that the Samsung
20 Galaxy Store is a competitor of the Google Play Store, and respectfully refers the Court to the
21 cited documents for a complete and accurate statement of their contents.

22 86. Google denies the allegations in Paragraph 86, and respectfully refers the Court to
23 the cited documents for a complete and accurate statement of their contents.

24 87. Google denies the allegations in Paragraph 87, and respectfully refers the Court to
25 the cited documents for a complete and accurate statement of their contents.

26 88. Google denies the allegations in Paragraph 88, and respectfully refers the Court to
27 the cited documents for a complete and accurate statement of their contents.

1 89. Google denies the allegations in Paragraph 89, and respectfully refers the Court to
2 the cited documents for a complete and accurate statement of their contents.

3 90. Google denies the allegations in Paragraph 90.

4 91. Google denies the allegations in Paragraph 91, except admits that the Samsung
5 Galaxy Store is a competitor of the Google Play Store.

6 92. Google denies the allegations in Paragraph 92.

7 93. Google denies the allegations in Paragraph 93, and avers that evidence shows that
8 users can and do switch and multi-home among and between mobile and nonmobile ecosystems,
9 including between Android and iOS.

10 94. Google denies the allegations in Paragraph 94.

11 95. Google denies the allegations in Paragraph 95.

12 96. Google denies the allegations in Paragraph 96.

13 97. Google admits that mobile apps expand the utility of mobile devices, but is
14 without knowledge or information sufficient to form a belief as to the truth of the remaining
15 allegations in Paragraph 97.

16 98. Google denies the allegations in Paragraph 98, except admits that “mobile apps
17 can be browsed, purchased (if necessary), and downloaded” on the Google Play Store.

18 99. Google denies the allegations in Paragraph 99.

19 100. Google admits the allegations in Paragraph 100, and respectfully refers the Court
20 to the cited documents for a complete and accurate statement of their contents.

21 101. Google denies the allegations in Paragraph 101, and respectfully refers the Court
22 to the cited documents for a complete and accurate statement of their contents.

23 102. Google admits the allegations in Paragraph 102, and respectfully refers the Court
24 to the cited documents for a complete and accurate statement of their contents.

25 103. Google admits the allegations in Paragraph 103, and respectfully refers the Court
26 to the cited documents for a complete and accurate statement of their contents.

27 104. Google denies the allegations in Paragraph 104.

105. Google denies the allegations in Paragraph 105, and respectfully refers the Court to the cited document for a complete and accurate statement of its contents.

106. Google denies the allegations in Paragraph 106, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

107. Google denies the allegations in Paragraph 107.

108. Google denies the allegations in Paragraph 108.

109. Google denies the allegations in Paragraph 109, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents, except admits that mobile manufacturers have a choice whether to enter into a MADA to distribute devices with proprietary Google apps, including the Google Play Store, and that these agreements contain various provisions regarding placement of certain Google apps for the initial out-of-the-box settings, though the specific terms have changed over time.

110. Google denies the allegations in Paragraph 110, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

111. Google denies the allegations in Paragraph 111, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

112. Google denies the allegations in Paragraph 112.

113. Google denies the allegations in Paragraph 113.

114. Google denies the allegations in Paragraph 114, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

115. Google denies the allegations in Paragraph 115, and is without knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph 115 regarding Kakao. Google respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

116. Google denies the allegations in Paragraph 116, and respectfully refers the Court to the cited documents for a complete and accurate statement of their contents.

117. Google denies the allegations in Paragraph 117, and respectfully refers the Court

1 to the cited documents for a complete and accurate statement of their contents.

2 118. Google denies the allegations in Paragraph 118, except admits that DDA, Section
3 4.5 states, “You may not use Google Play to distribute or make available any Product that has a
4 purpose that facilitates the distribution of software applications and games for use on Android
5 devices outside of Google Play.” Google respectfully refers the Court to the cited documents for
6 a complete and accurate statement of their contents.

7 119. Google denies the allegations in Paragraph 119, and respectfully refers the Court
8 to the cited documents for a complete and accurate statement of their contents.

9 120. Google denies the allegations in Paragraph 120, and respectfully refers the Court
10 to the cited documents for a complete and accurate statement of their contents.

11 121. Google denies the allegations in Paragraph 121, respectfully refers the Court to the
12 cited documents for a complete and accurate statement of their contents, and is without
13 knowledge or information sufficient to form a belief as to the truth of the allegations in Paragraph
14 121 regarding what OnePlus told Epic.

15 122. Google denies the allegations in Paragraph 122, and respectfully refers the Court
16 to the cited documents for a complete and accurate statement of their contents.

17 123. Google denies the allegations in Paragraph 123, and respectfully refers the Court
18 to the cited documents for a complete and accurate statement of their contents.

19 124. Google denies the allegations in Paragraph 124, and respectfully refers the Court
20 to the cited documents for a complete and accurate statement of their contents.

21 125. Google denies the allegations in Paragraph 125, and respectfully refers the Court
22 to the cited documents for a complete and accurate statement of their contents.

23 126. Google denies the allegations in Paragraph 126.

24 127. Google denies the allegations in Paragraph 127, except admits that one or more
25 defendants have optional revenue sharing agreements with OEMs, and respectfully refers the
26 Court to the cited documents for a complete and accurate statement of their contents.

27 128. Google denies the allegations in Paragraph 128, and respectfully refers the Court

1 to the cited documents for a complete and accurate statement of their contents.

2 129. Google denies the allegations in Paragraph 129, and respectfully refers the Court
3 to the cited documents for a complete and accurate statement of their contents.

4 130. Google denies the allegations in Paragraph 130, and respectfully refers the Court
5 to the cited documents for a complete and accurate statement of their contents.

6 131. Google denies the allegations in Paragraph 131, and respectfully refers the Court
7 to the cited documents for a complete and accurate statement of their contents.

8 132. Google denies the allegations in Paragraph 132, and respectfully refers the Court
9 to the cited documents for a complete and accurate statement of their contents.

10 133. Google denies the allegations in Paragraph 133, and respectfully refers the Court
11 to the cited documents for a complete and accurate statement of their contents.

12 134. Google denies the allegations in Paragraph 134, and respectfully refers the Court
13 to the cited documents for a complete and accurate statement of their contents.

14 135. Google denies the allegations in Paragraph 135, except admits that one or more
15 defendants offer a Premier Device Program. Google respectfully refers the Court to the cited
16 documents for a complete and accurate statement of their contents.

17 136. Google denies the allegations in Paragraph 136, except admits that discovery is
18 ongoing, and respectfully refers the Court to the cited documents for a complete and accurate
19 statement of their contents.

20 137. Google denies the allegations in Paragraph 137, and respectfully refers the Court
21 to the cited documents for a complete and accurate statement of their contents.

22 138. Google denies the allegations in Paragraph 138, and respectfully refers the Court
23 to the cited documents for a complete and accurate statement of their contents.

24 139. Google denies the allegations in Paragraph 139.

25 140. Google denies the allegations in Paragraph 140.

26 141. Google denies the allegations in Paragraph 141, except admits that DDA, Section
27 4.5 states, "You may not use Google Play to distribute or make available any Product that has a
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1 purpose that facilitates the distribution of software applications and games for use on Android
2 devices outside of Google Play.” Google respectfully refers the Court to the cited documents for
3 a complete and accurate statement of their contents.

4 142. Google denies the allegations in Paragraph 142, except admits that developers are
5 generally required to enter into the DDA to distribute apps through Google Play. Google
6 respectfully refers the Court to the cited documents for a complete and accurate statement of their
7 contents.

8 143. Google denies the allegations in Paragraph 143, except admits that DDA, Section
9 4.5 states, “You may not use Google Play to distribute or make available any Product that has a
10 purpose that facilitates the distribution of software applications and games for use on Android
11 devices outside of Google Play.” Google respectfully refers the Court to the cited documents for
12 a complete and accurate statement of their contents.

13 144. Google denies the allegations in Paragraph 144, except admits that the Amazon
14 Appstore was removed from Google Play.

15 145. Google denies the allegations in Paragraph 145, and respectfully refers the Court
16 to the cited documents for a complete and accurate statement of their contents.

17 146. Google denies the allegations in Paragraph 146, and respectfully refers the Court
18 to the cited documents for a complete and accurate statement of their contents.

19 147. Google denies the allegations in Paragraph 147, except admits that developers are
20 generally required to enter into the DDA to distribute apps through Google Play. Google
21 respectfully refers the Court to the cited documents for a complete and accurate statement of their
22 contents.

23 148. Google denies the allegations in Paragraph 148.

24 149. Google denies the allegations in Paragraph 149, except admits that one or more
25 defendants offer an App Campaigns program, and respectfully refers the Court to the cited
26 documents for a complete and accurate statement of their contents.

27 150. Google denies the allegations in Paragraph 150.

1 151. Google denies the allegations in Paragraph 151.

2 152. Google denies the allegations in Paragraph 152, except admits that one or more
3 defendants offer an Advanced Protection Program, but avers that the Advanced Protection
4 Program is optional and that users can choose whether to enroll in it.

5 153. Google denies the allegations in Paragraph 153, except admits that users can
6 sideload other apps and app stores on Android, that those app stores are subject to notifications
7 regarding sideloading, and that Aptoide was flagged as “harmful.”

8 154. Google denies the allegations in Paragraph 154, and respectfully refers the Court
9 to the cited documents for a complete and accurate statement of their contents.

10 155. Google denies the allegations in Paragraph 155, and respectfully refers the Court
11 to the cited documents for a complete and accurate statement of their contents.

12 156. Google denies the allegations in Paragraph 156, except admits that in certain
13 instances sideloaded apps do not automatically update in the background on the Android OS.
14 Google respectfully refers the Court to the cited documents for a complete and accurate statement
15 of their contents.

16 157. Google denies the allegations in Paragraph 157, except admits that in certain
17 instances sideloaded apps do not automatically update in the background on the Android OS.
18 Google respectfully refers the Court to the cited documents for a complete and accurate statement
19 of their contents.

20 158. Google denies the allegations in Paragraph 158, and respectfully refers the Court
21 to the cited documents for a complete and accurate statement of their contents.

22 159. Google denies the allegations in Paragraph 159, and respectfully refers the Court
23 to the cited documents for a complete and accurate statement of their contents.

24 160. Google denies the allegations in Paragraph 160, and respectfully refers the Court
25 to the cited documents for a complete and accurate statement of their contents.

26 161. Google denies the allegations in Paragraph 161, and is without knowledge or
27 information sufficient to form a belief as to the truth of the allegations in Paragraph 161 regarding
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1 PC users' behavior.

2 162. Google denies the allegations in Paragraph 162.

3 163. Google denies the allegations in Paragraph 163.

4 164. Google denies the allegations in Paragraph 164.

5 165. Google denies the allegations in Paragraph 165.

6 166. Google denies the allegations in Paragraph 166.

7 167. Google denies the allegations in Paragraph 167.

8 168. Google denies the allegations in Paragraph 168.

9 169. Google denies the allegations in Paragraph 169.

10 170. Google denies the allegations in Paragraph 170.

11 171. Google denies the allegations in Paragraph 171.

12 172. Google denies the allegations in Paragraph 172.

13 173. Google admits the allegations in Paragraph 173, except as to the last sentence.

14 Google avers that app developers who sell digital content have available to them a variety of
15 options to process consumers' purchases.

16 174. Google denies the allegations in Paragraph 174.

17 175. Google denies the allegations in Paragraph 175.

18 176. Google denies the allegations in Paragraph 176.

19 177. Google denies the allegations in Paragraph 177, and respectfully refers the Court
20 to the cited documents for a complete and accurate statement of their contents.

21 178. Google denies the allegations in Paragraph 178.

22 179. Google denies the allegations in Paragraph 179, and respectfully refers the Court
23 to the cited documents for a complete and accurate statement of their contents.

24 180. Google denies the allegations in Paragraph 180, and respectfully refers the Court
25 to the cited documents for a complete and accurate statement of their contents.

26 181. Google denies the allegations in Paragraph 181, and respectfully refers the Court
27 to the cited document for a complete and accurate statement of its contents.

1 182. Google denies the allegations in Paragraph 182.

2 183. Google denies the allegations in Paragraph 183.

3 184. Google denies the allegations in Paragraph 184. To the extent Paragraph 184
4 characterizes Epic's claims, no response is required.

5 185. Google denies the allegations in Paragraph 185, and is without knowledge or
6 information sufficient to form a belief as to the truth of the allegations in Paragraph 185 regarding
7 Epic and Coda Payments.

8 186. Google denies the allegations in Paragraph 186, and is without knowledge or
9 information sufficient to form a belief as to the truth of the allegations in Paragraph 186 regarding
10 Codashop.

11 187. Google denies the allegations in Paragraph 187, except admits that Netflix,
12 Spotify, and Tinder are popular apps that offer subscription services.

13 188. Google denies the allegations in Paragraph 188.

14 189. Google denies the allegations in Paragraph 189, and respectfully refers the Court
15 to the cited documents for a complete and accurate statement of their contents.

16 190. Google denies the allegations in Paragraph 190, and respectfully refers the Court
17 to the cited documents for a complete and accurate statement of their contents.

18 191. Google denies the allegations in Paragraph 191.

19 192. Google denies the allegations in Paragraph 192.

20 193. Google denies the allegations in Paragraph 193, and respectfully refers the Court
21 to the cited documents for a complete and accurate statement of their contents.

22 194. Google denies the allegations in Paragraph 194.

23 195. Google denies the allegations in Paragraph 195, and respectfully refers the Court
24 to the cited documents for a complete and accurate statement of their contents.

25 196. Google denies the allegations in Paragraph 196.

26 197. Google denies the allegations in Paragraph 197.

27 198. Google denies the allegations in Paragraph 198.

1 199. Google denies the allegations in Paragraph 199.

2 200. Google denies the allegations in Paragraph 200.

3 201. Google denies the allegations in Paragraph 201.

4 202. Google denies the allegations in Paragraph 202.

5 203. Google denies the allegations in Paragraph 203.

6 204. Google denies the allegations in Paragraph 204.

7 205. Google denies the allegations in Paragraph 205.

8 206. Google denies the allegations in Paragraph 206.

9 207. Google denies the allegations in Paragraph 207, and is without knowledge or
10 information sufficient to form a belief as to the truth of the allegations in Paragraph 207 regarding
11 the actions of Plaintiffs and unnamed class members.

12 208. Google denies the allegations in Paragraph 208.

13 209. Google denies the allegations in Paragraph 209. To the extent Paragraph 209
14 contains Plaintiffs' characterization of their own claims, no response is required.

15 210. Google denies the allegations in Paragraph 210. To the extent Paragraph 210
16 contains Plaintiffs' characterization of their own claims, no response is required.

17 211. The allegations in Paragraph 211 are legal conclusions not subject to admission or
18 denial. To the extent a response is required, Google denies the allegations in Paragraph 211.

19 212. The allegations in Paragraph 212 are legal conclusions not subject to admission or
20 denial. To the extent a response is required, Google denies the allegations in Paragraph 212.

21 213. The allegations in Paragraph 213 are legal conclusions not subject to admission or
22 denial. To the extent a response is required, Google denies the allegations in Paragraph 213.

23 214. The allegations in Paragraph 214 are legal conclusions not subject to admission or
24 denial. To the extent a response is required, Google denies the allegations in Paragraph 214.

25 215. The allegations in Paragraph 215 are legal conclusions not subject to admission or
26 denial. To the extent a response is required, Google denies the allegations in Paragraph 215.

27 216. The allegations in Paragraph 216 are legal conclusions not subject to admission or
28

1 denial. To the extent Paragraph 216 contains Plaintiffs' characterization of their own claims, no
2 response is required. To the extent a response is required, Google denies the allegations in
3 Paragraph 216.

4 217. Google reasserts and hereby incorporates by reference its responses to each
5 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

6 218. Google denies the allegations in Paragraph 218, except to the extent that Paragraph
7 218 states legal conclusions to which no response is required.

8 219. Google denies the allegations in Paragraph 219.

9 220. Google denies the allegations in Paragraph 220.

10 221. Google denies the allegations in Paragraph 221.

11 222. Google denies the allegations in Paragraph 222, except admits that it engages in
12 interstate and foreign commerce.

13 223. Google denies the allegations in Paragraph 223.

14 224. Google denies the allegations in Paragraph 224.

15 225. Google denies the allegations in Paragraph 225.

16 226. Google denies the allegations in Paragraph 226.

17 227. Google reasserts and hereby incorporates by reference its responses to each
18 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

19 228. Google denies the allegations in Paragraph 228, except to the extent that Paragraph
20 228 states legal conclusions to which no response is required.

21 229. Google denies the allegations in Paragraph 229, except admits that one or more of
22 the defendants have entered into agreements with some OEMs.

23 230. Google denies the allegations in Paragraph 230.

24 231. Google denies the allegations in Paragraph 231, except admits that it engages in
25 interstate and foreign commerce.

26 232. Google denies the allegations in Paragraph 232.

27 233. Google denies the allegations in Paragraph 233.

1 234. Google denies the allegations in Paragraph 234.

2 235. Google reasserts and hereby incorporates by reference its responses to each
3 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

4 236. Google denies the allegations in Paragraph 236, except to the extent that Paragraph
5 236 states legal conclusions to which no response is required.

6 237. Google denies the allegations in Paragraph 237.

7 238. Google denies the allegations in Paragraph 238, and respectfully refers the Court
8 to the cited documents for a complete and accurate statement of their contents.

9 239. Google denies the allegations in Paragraph 239.

10 240. Google denies the allegations in Paragraph 240, except admits that it engages in
11 interstate and foreign commerce.

12 241. Google denies the allegations in Paragraph 241.

13 242. Google denies the allegations in Paragraph 242.

14 243. Google denies the allegations in Paragraph 243.

15 244. Google reasserts and hereby incorporates by reference its responses to each
16 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

17 245. Google denies the allegations in Paragraph 245, except to the extent that Paragraph
18 245 states legal conclusions to which no response is required.

19 246. Google denies the allegations in Paragraph 246.

20 247. Google denies the allegations in Paragraph 247.

21 248. Google denies the allegations in Paragraph 248, and respectfully refers the Court
22 to the cited documents for a complete and accurate statement of their contents.

23 249. Google denies the allegations in Paragraph 249.

24 250. Google denies the allegations in Paragraph 250, except admits it engages in
25 interstate and foreign commerce.

26 251. Google denies the allegations in Paragraph 251.

27 252. Google denies the allegations in Paragraph 252.

1 253. Google denies the allegations in Paragraph 253.

2 254. Google denies the allegations in Paragraph 254.

3 255. Google reasserts and hereby incorporates by reference its responses to each
4 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

5 256. Google denies the allegations in Paragraph 256, except to the extent that Paragraph
6 256 states legal conclusions to which no response is required.

7 257. Google denies the allegations in Paragraph 257, and respectfully refers the Court
8 to the cited documents for a complete and accurate statement of their contents.

9 258. Google denies the allegations in Paragraph 258, and respectfully refers the Court
10 to the cited document for a complete and accurate statement of its contents.

11 259. Google denies the allegations in Paragraph 259, and respectfully refers the Court
12 to the cited documents for a complete and accurate statement of their contents.

13 260. Google denies the allegations in Paragraph 260.

14 261. Google denies the allegations in Paragraph 261, except admits that it engages in
15 interstate and foreign commerce.

16 262. Google denies the allegations in Paragraph 262.

17 263. Google denies the allegations in Paragraph 263.

18 264. Google denies the allegations in Paragraph 264.

19 265. Google reasserts and hereby incorporates by reference its responses to each
20 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

21 266. Google denies the allegations in Paragraph 266, except to the extent that Paragraph
22 266 states legal conclusions to which no response is required.

23 267. Google denies the allegations in Paragraph 267, and respectfully refers the Court
24 to the cited documents for a complete and accurate statement of their contents.

25 268. Google denies the allegations in Paragraph 268.

26 269. Google denies the allegations in Paragraph 269.

27 270. Google denies the allegations in Paragraph 270.

1 271. Google denies the allegations in Paragraph 271.

2 272. Google denies the allegations in Paragraph 272.

3 273. Google denies the allegations in Paragraph 273.

4 274. Google denies the allegations in Paragraph 274.

5 275. Google denies the allegations in Paragraph 275.

6 276. Google denies the allegations in Paragraph 276, and respectfully refers the Court
7 to the cited documents for a complete and accurate statement of their contents.

8 277. Google denies the allegations in Paragraph 277, except to the extent that Paragraph
9 277 states or incorporates legal conclusions to which no response is required.

10 278. Google reasserts and hereby incorporates by reference its responses to each
11 Paragraph of Plaintiffs' Amended Complaint, as though fully set forth herein.

12 279. Google denies the allegations in Paragraph 279, except to the extent that Paragraph
13 279 states legal conclusions to which no response is required.

14 280. The allegations in Paragraph 280 are legal conclusions not subject to admission or
15 denial. To the extent a response is required, Google denies the allegations in Paragraph 280.

16 281. Google denies the allegations in Paragraph 281.

17 282. Google denies the allegations in Paragraph 282, and respectfully refers the Court
18 to the cited documents for a complete and accurate statement of their contents.

19 283. Google denies the allegations in Paragraph 283.

20 284. Google denies the allegations in Paragraph 284, except to the extent that Paragraph
21 284 states legal conclusions to which no response is required.

22 285. Google denies the allegations in Paragraph 285, except to the extent that Paragraph
23 285 states legal conclusions to which no response is required.

24 286. Google denies the allegations in Paragraph 286.

25 287. Google reasserts and hereby incorporates by reference its responses to each
26 Paragraph of Plaintiffs' Amended Complaint, as though fully set forth herein.

27 288. Google denies the allegations in Paragraph 288, except to the extent that Paragraph
28

1 288 states legal conclusions to which no response is required.

2 289. The allegations in Paragraph 289 are legal conclusions not subject to admission or
3 denial. To the extent a response is required, Google denies the allegations in Paragraph 289.

4 290. Google denies the allegations in Paragraph 290.

5 291. Google denies the allegations in Paragraph 291, and respectfully refers the Court
6 to the cited documents for a complete and accurate statement of their contents.

7 292. Google denies the allegations in Paragraph 292, and respectfully refers the Court
8 to the cited documents for a complete and accurate statement of their contents.

9 293. Google denies the allegations in Paragraph 293.

10 294. Google denies the allegations in Paragraph 294.

11 295. Google denies the allegations in Paragraph 295, except to the extent that Paragraph
12 295 states legal conclusions to which no response is required.

13 296. Google denies the allegations in Paragraph 296, except to the extent that Paragraph
14 296 states legal conclusions to which no response is required.

15 297. Google denies the allegations in Paragraph 297.

16 298. Google reasserts and hereby incorporates by reference its responses to each
17 Paragraph of Plaintiffs' Amended Complaint, as though fully set forth herein.

18 299. Google denies the allegations in Paragraph 299, except to the extent that Paragraph
19 299 states legal conclusions to which no response is required.

20 300. The allegations in Paragraph 300 are legal conclusions not subject to admission or
21 denial. To the extent a response is required, Google denies the allegations in Paragraph 300.

22 301. Google denies the allegations in Paragraph 301.

23 302. Google denies the allegations in Paragraph 302.

24 303. Google denies the allegations in Paragraph 303, and respectfully refers the Court
25 to the cited documents for a complete and accurate statement of their contents.

26 304. Google denies the allegations in Paragraph 304, and respectfully refers the Court
27 to the cited documents for a complete and accurate statement of their contents.

1 305. Google denies the allegations in Paragraph 305.

2 306. Google denies the allegations in Paragraph 306.

3 307. Google denies the allegations in Paragraph 307, except to the extent that Paragraph
4 307 states legal conclusions to which no response is required.

5 308. Google denies the allegations in Paragraph 308, except to the extent that Paragraph
6 308 states legal conclusions to which no response is required.

7 309. Google denies the allegations in Paragraph 309.

8 310. Google reasserts and hereby incorporates by reference its responses to each
9 Paragraph of Plaintiffs' Amended Complaint, as though fully set forth herein.

10 311. Google denies the allegations in Paragraph 311, except to the extent that Paragraph
11 311 states legal conclusions to which no response is required.

12 312. The allegations in Paragraph 312 are legal conclusions not subject to admission or
13 denial. To the extent a response is required, Google denies the allegations in Paragraph 312.

14 313. The allegations in Paragraph 313 are legal conclusions not subject to admission or
15 denial. To the extent a response is required, Google denies the allegations in Paragraph 313.

16 314. Google denies the allegations in Paragraph 314, and respectfully refers the Court
17 to the cited documents for a complete and accurate statement of their contents.

18 315. Google denies the allegations in Paragraph 315.

19 316. Google denies the allegations in Paragraph 316.

20 317. Google denies the allegations in Paragraph 317.

21 318. Google denies the allegations in Paragraph 318.

22 319. Google denies the allegations in Paragraph 319.

23 320. Google denies the allegations in Paragraph 320, except to the extent that Paragraph
24 320 states legal conclusions to which no response is required.

25 321. Google denies the allegations in Paragraph 321.

26 322. Google denies the allegations in Paragraph 322, except to the extent that Paragraph
27 322 states legal conclusions to which no response is required.

1 323. Google denies the allegations in Paragraph 323, except to the extent that Paragraph
2 323 states legal conclusions to which no response is required.

3 324. Google denies the allegations in Paragraph 324.

4 325. Google reasserts and hereby incorporates by reference its responses to each
5 Paragraph of Plaintiffs' Complaint, as though fully set forth herein.

6 326. The allegations in Paragraph 326 are legal conclusions not subject to admission or
7 denial. To the extent a response is required, Google denies the allegations in Paragraph 326.

8 327. Google denies the allegations in Paragraph 327, except to the extent that Paragraph
9 327 states legal conclusions to which no response is required.

10 328. Google denies the allegations in Paragraph 328, except to the extent that Paragraph
11 328 states legal conclusions to which no response is required.

12 329. Google denies the allegations in Paragraph 329, except to the extent that Paragraph
13 329 states legal conclusions to which no response is required.

14 330. Google denies the allegations in Paragraph 330, except to the extent that Paragraph
15 330 states legal conclusions to which no response is required.

16 331. Google denies the allegations in Paragraph 331, except to the extent that Paragraph
17 331 states legal conclusions to which no response is required.

18 332. The allegations in Paragraph 332 are legal conclusions not subject to admission or
19 denial. To the extent a response is required, Google denies the allegations in Paragraph 332.

20 333. The allegations in Paragraph 333 are legal conclusions not subject to admission or
21 denial. To the extent a response is required, Google denies the allegations in Paragraph 333.

22 334. Google denies the allegations in Paragraph 334, except to the extent that Paragraph
23 334 states legal conclusions to which no response is required.

24 335. Google denies the allegations in Paragraph 335.

25 336. Google denies the allegations in Paragraph 336, except to the extent that Paragraph
26 336 states legal conclusions to which no response is required.

27 337. Google denies the allegations in Paragraph 337, except to the extent that Paragraph
28

1 337 states legal conclusions to which no response is required.

2 338. The allegations in Paragraph 338 are legal conclusions not subject to admission or
3 denial. To the extent a response is required, Google denies the allegations in Paragraph 338.

4 339. Google denies the allegations in Paragraph 339, and respectfully refers the Court
5 to the cited documents for a complete and accurate statement of their contents.

6 340. Google denies the allegations in Paragraph 340, and respectfully refers the Court
7 to the cited documents for a complete and accurate statement of their contents.

8 341. Google denies the allegations in Paragraph 341, and respectfully refers the Court
9 to the cited documents for a complete and accurate statement of their contents.

10 342. Google denies the allegations in Paragraph 342, and respectfully refers the Court
11 to the cited documents for a complete and accurate statement of their contents.

12 343. Google denies the allegations in Paragraph 343.

13 344. Google denies the allegations in Paragraph 344.

14 345. Google denies the allegations in Paragraph 345, except to the extent that Paragraph
15 345 states legal conclusions to which no response is required.

16 346. Google denies the allegations in Paragraph 346, except to the extent that Paragraph
17 346 states legal conclusions to which no response is required.

18 347. Google denies the allegations in Paragraph 347.

19 348. Google denies the allegations in Paragraph 348.

20 349. Google denies the allegations in Paragraph 349.

21 350. Google denies the allegations in Paragraph 350, except to the extent that Paragraph
22 350 states legal conclusions to which no response is required.

23 351. Google denies the allegations in Paragraph 351, and respectfully refers the Court
24 to the cited documents for a complete and accurate statement of their contents.

25 352. Google denies the allegations in Paragraph 352.

26 353. Google denies the allegations in Paragraph 353.

27 354. Google denies the allegations in Paragraph 354, except to the extent that Paragraph
28

1 354 states legal conclusions to which no response is required.

2 355. Google denies the allegations in Paragraph 355.

3 356. Google denies the allegations in Paragraph 356, except to the extent that Paragraph
4 356 states legal conclusions to which no response is required.

5 357. Google denies the allegations in Paragraph 357, except to the extent that Paragraph
6 357 states legal conclusions to which no response is required.

7 358. Google denies the allegations in Paragraph 358, except to the extent that Paragraph
8 358 states legal conclusions to which no response is required.

9 **Answer to Plaintiffs' Prayer for Relief:** To the extent that an answer is required to the
10 Prayer for Relief, Google denies the allegations contained therein. Google further states that
11 Plaintiffs are not entitled to any remedies sought in the Complaint.

12 **Answer to Plaintiffs' Demand for a Jury Trial:** Google admits that Plaintiffs seek trial
13 by jury on issues so triable.

14 **AFFIRMATIVE OR ALTERNATIVE DEFENSES**

15 In addition to the reasons stated above, Plaintiffs are not entitled to relief, and Google is
16 entitled to judgment in its favor and against Plaintiffs, on the basis of the following Affirmative or
17 Alternative Defenses, pleaded in the alternative to the extent they may be found to be
18 inconsistent. Google further states that Plaintiffs are not entitled to injunctive relief, including
19 any injunctive relief that is worldwide in scope. In asserting these defenses, Google does not
20 assume the burden of proof on any issue that would otherwise rest on Plaintiffs. Further, Google
21 reserves all affirmative defenses under Federal Rule of Civil Procedure 8(c) and any other
22 defenses, at law or in equity, that may now exist or in the future be available based on discovery
23 and further factual investigation in this case.

24 **First Defense**

25 **(Failure to State a Cause of Action)**

26 The Complaint fails to state a claim upon which relief can be granted.

Second Defense

(Legitimate Business Justifications)

Any and all of Google's actions alleged by Plaintiffs were lawful, justified, procompetitive, and carried out in Google's legitimate business interests and constitute bona fide competitive activity, the benefits of which significantly outweigh any alleged anticompetitive effects.

Third Defense

(Relief Contrary to Public Interest, Inequitable, Impractical, and Unworkable)

The relief sought by Plaintiffs would be contrary to the public interest, harm consumers, and is otherwise inequitable, impractical, and unworkable.

Fourth Defense

(International Comity)

Plaintiffs' claims are barred, in whole or in part, by the doctrine of international comity, insofar as Plaintiffs seek injunctive relief affecting transactions and conduct occurring outside U.S. jurisdiction.

Fifth Defense

(Failure to Join an Indispensable Party)

The Complaint fails to join necessary and indispensable parties, including, but not limited to, consumers and developers of apps distributed for free on Google Play.

Sixth Defense

(Foreign Trade Antitrust Improvements Act)

Plaintiffs' claims are barred, in whole or in part, by the Foreign Trade Antitrust Improvements Act, 15 U.S.C. § 6a, insofar as Plaintiffs make claims concerning transactions or alleged conduct involving trade or commerce with foreign nations outside U.S. jurisdiction.

Seventh Defense

(Noerr-Pennington Doctrine)

Plaintiffs' causes of action are barred, in whole or in part, by the *Noerr-Pennington*

1 doctrine.

2 **Eighth Defense**

3 **(Mitigation of Damages)**

4 Plaintiffs' claims are barred, in whole or in part, by their failure to mitigate damages, if
5 any.

6 **Ninth Defense**

7 **(Lack of Standing - Indirect Purchasers)**

8 Each of Plaintiffs' claims or causes of action are barred, in whole or in part, to the extent
9 that they did not transact directly with Google on the Play Store, because they are indirect
10 purchasers and barred from maintaining an action under state and federal antitrust laws from
11 seeking injuries in that capacity.

12 **Tenth Defense**

13 **(Statute of Limitations)**

14 Plaintiffs' claims are barred, in whole or in part, by the statute of limitations applicable to
15 their respective claims.

16 **Eleventh Defense**

17 **(Dormant Commerce Clause)**

18 Plaintiffs' claims are barred, in whole or in part, by the Dormant Commerce Clause.

19 **RESERVATION OF DEFENSES**

20 Google reserves the right to assert additional defenses when it determines the particulars
21 of Plaintiffs' claims, which are not apparent from the face of the Complaint. Google reserves the
22 right to amend this Answer to add, delete, or modify defenses based upon legal theories that may
23 be or will be divulged through clarification of Plaintiffs' Complaint, through discovery, or
24 through further legal analysis of Plaintiffs' position in this litigation.

25 **JURY DEMAND**

26 Google demands a trial by jury on all issues so triable.

1 Respectfully submitted,

2 Dated: October 11, 2021

3 **O'MELVENY & MYERS LLP**

4 Ian Simmons (*pro hac vice*¹)

5 Daniel M. Petrocelli

Benjamin G. Bradshaw

Stephen J. McIntyre

6 By: /s/ Ian Simmons

7 Ian Simmons

8 **MORGAN, LEWIS & BOCKIUS LLP**

9 Brian C. Rocca

10 Sujal J. Shah

Michelle Park Chiu

Minna L. Naranjo

11 Rishi P. Satia

12 By: /s/ Brian C. Rocca

13 Brian C. Rocca

14 **MUNGER, TOLLES & OLSON LLP**

15 Glenn D. Pomerantz

Kuruvilla Olasa

16 Kyle W. Mach

Justin P. Raphael

Emily C. Curran-Huberty

17 Jonathan I. Kravis

18 By: /s/ Glenn D. Pomerantz

Glenn D. Pomerantz

19 *Counsel for Defendants*

20

21

22

23

24

25

26

27

28

¹ *Pro hac vice* pending in Case No. 3:21-md-02981-JD.

ECF ATTESTATION

I hereby attest that concurrence in the filing of this document has been obtained from each of the other signatories hereto.

Dated: October 11, 2021

By: /s/ Ian Simmons
Ian Simmons